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Shai Y. Waisman

Attorneys for Debtors  
and Debtors in Possession

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

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:  
**In re** : **Chapter 11 Case No.**  
:  
**LEHMAN BROTHERS HOLDINGS INC., et al.,** : **08-13555 (JMP)**  
:  
**Debtors.** : **(Jointly Administered)**  
:  
-----X

**NOTICE OF PRESENTMENT OF STIPULATION, AGREEMENT AND ORDER  
ADJOURNING THE MOTION OF TUXEDO RESERVE OWNER LLC  
AND TUXEDO TPA OWNER LLC FOR AN ORDER PURSUANT TO  
BANKRUPTCY CODE SECTIONS 105, 363 AND 1107 AUTHORIZING AND  
COMPELLING CERTAIN ACTIONS BY DEBTORS AS AGENT AND  
LENDER UNDER LOAN FACILITY AND GRANTING RELATED RELIEF**

**PLEASE TAKE NOTICE** that the undersigned will present the annexed Stipulation, Agreement and Order (the “Stipulation and Order”) among Tuxedo Reserve Owner LLC, Tuxedo TPA Owner LLC, and Lehman Brothers Holdings Inc. and its affiliated debtors and debtors in possession in the above captioned cases to the Honorable James M. Peck, United States Bankruptcy Judge, for signature on **March 12, 2010 at 12:00 noon (Prevailing Eastern Time)**.

**PLEASE TAKE FURTHER NOTICE** that unless a written objection to the proposed Stipulation and Order, with proof of service, is served and filed with the Clerk of the Court and a courtesy copy is delivered to (i) the Bankruptcy Judge’s chambers and (ii) the undersigned, so as to be received by **March 11, 2010 at 12:00 noon (Prevailing Eastern Time)**, there will not be a hearing and the Order may be signed.

**PLEASE TAKE FURTHER NOTICE** that if a written objection is timely served and filed, a hearing (the “Hearing”) will be held to consider the Stipulation and Order on **March 17, 2010 at 10:00 a.m. (Prevailing Eastern Time)** before the Honorable James M. Peck, United States Bankruptcy Judge, at the United States Bankruptcy Court, Alexander Hamilton Customs House, Courtroom 601, One Bowling Green, New York, New York 10004.

**PLEASE TAKE FURTHER NOTICE** that objecting parties are required to attend the Hearing, and failure to appear may result in relief being granted or denied upon default.

Dated: March 4, 2010  
New York, New York

/s/ Shai Y. Waisman  
Shai Y. Waisman

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**UNITED STATES BANKRUPTCY COURT  
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In re	: Chapter 11 Case No.
LEHMAN BROTHERS HOLDINGS INC., <i>et al.</i> ,	: 08-13555 (JMP)
Debtors.	: (Jointly Administered)
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**STIPULATION, AGREEMENT AND ORDER  
ADJOURNING THE MOTION OF TUXEDO RESERVE OWNER LLC  
AND TUXEDO TPA OWNER LLC FOR AN ORDER PURSUANT TO  
BANKRUPTCY CODE SECTIONS 105, 363 AND 1107 AUTHORIZING AND  
COMPELLING CERTAIN ACTIONS BY DEBTORS AS AGENT AND  
LENDER UNDER LOAN FACILITY AND GRANTING RELATED RELIEF**

Tuxedo Reserve Owner LLC and Tuxedo TPA Owner LLC (collectively, the “Tuxedo Parties”), and Lehman Brothers Holdings Inc. (“LBHI”) and its affiliated debtors and debtors in possession in the above captioned cases (together with LBHI, the “Debtors,” and collectively with the Tuxedo Parties, the “Parties”), by and through their respective counsel, hereby enter into this Stipulation, Agreement and Order (this “Stipulation”) and represent and agree as follows:

**RECITALS**

A. On September 15, 2008 and periodically thereafter (the “Petition Date”), the Debtors commenced with this Court voluntary cases under chapter 11 of title 11 of the United States Code (“Bankruptcy Code”). The Debtors are authorized to continue to operate their

businesses and manage their properties as debtors in possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code.

B. On or about November 10, 2006, the Tuxedo Parties filed the Motion of the Tuxedo Parties For An Order Pursuant to Bankruptcy Code Sections 105, 363 and 1107 Authorizing and Compelling Certain Actions by Debtors as Agent and Lender Under Loan Facility and Granting Related Relief [Docket No. 1435] (the “Motion”). The Motion was originally scheduled for hearing on December 3, 2008 and has been adjourned on several occasions. The Motion is currently scheduled for hearing on April 14, 2010 at 10:00 a.m. The deadline to submit responses to the Motion is currently March 31, 2010.

C. To facilitate the Parties’ efforts to potentially resolve the Motion on a consensual basis, the Parties have agreed it is in their best interests to adjourn the hearing on the Motion indefinitely while preserving the rights of the Tuxedo Parties to schedule a hearing on the Motion pursuant to the terms set forth in this Stipulation.

**NOW, THEREFORE, IT IS HEREBY STIPULATED AND AGREED, BY  
AND BETWEEN THE PARTIES, THROUGH THEIR UNDERSIGNED COUNSEL,  
AND UPON COURT APPROVAL HEREOF, IT SHALL BE ORDERED THAT:**

1. This Stipulation is hereby approved without necessity or requirement of further proceedings or Court approval.
2. The hearing on the Motion is adjourned indefinitely, to be reset by the Tuxedo Parties solely as set forth in Paragraph 4 of this Stipulation.
3. The deadline to submit responses to the Motion is extended indefinitely, to be reset by the Tuxedo Parties solely as set forth in Paragraph 5 of this Stipulation.
4. The Tuxedo Parties may schedule a hearing on the Motion on the date (the

“Adjourned Hearing Date”) of any Omnibus Hearing (as such term is defined in the amended order entered February 13, 2009 governing case management and administrative procedures [Docket No. 2837]) upon at least twenty-one (21) days’ notice, such notice to be filed electronically with the Court on the docket of the above captioned cases in accordance with General Order M-242 (available at [www.nysb.uscourts.gov/orders/orders2.html](http://www.nysb.uscourts.gov/orders/orders2.html)) by the Tuxedo Parties. Electronic filing in accordance with this Paragraph 4 shall constitute due and sufficient notice of the Adjourned Hearing Date.

5. In the event that notice of the Adjourned Hearing Date is filed as set forth in Paragraph 4 of this Stipulation, the deadline to submit responses to the Motion shall be reset to the date (i) at least fourteen (14) days prior to the Adjourned Hearing Date and (ii) at least seven (7) days after the filing of notice of the Adjourned Hearing Date.

6. Each person who executes this Stipulation on behalf of a Party represents that he or she is duly authorized to execute this Stipulation on behalf of such Party.

7. This Stipulation may be executed in multiple counterparts, each of which shall be deemed an original but all of which together shall constitute one and the same instrument.

8. This Stipulation can only be amended or otherwise modified by a signed writing executed by the Parties.

9. The Court shall retain jurisdiction to resolve any disputes or controversies arising from or related to this Stipulation.

*[The remainder of this page is intentionally blank.]*

Dated: February 26, 2010

**WEIL, GOTSHAL & MANGES LLP**

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-and-

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Attorneys for Tuxedo Reserve Owner LLC  
and Tuxedo TPA Owner LLC

SO ORDERED this \_\_\_\_ day of March, 2010

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*HONORABLE JAMES M. PECK*  
UNITED STATES BANKRUPTCY JUDGE